EXHIBIT A

UKI COMMUNICATIONS, INC. CONTACT PERSONS

A. Issues Relating to Processing This Application:

Thomas K. Crowe Law Offices of Thomas K. Crowe, P.C. 2300 M Street, N.W., Suite 800 Washington, D.C. 20037 (202) 973-2890 Telephone (202) 973-2891 Facsimile

B. Consumer Issues:

Lee Hadaway
Customer Service Manager
500 N. Rainbow Blvd., Suite 300
Las Vegas, NV 89107
(702) 221-1933 Telephone
(702) 221-1901 Facsimile
(877) 840-8522 Toll-Free Telephone

C. Consumer Complaint Resolution:

Lee Hadaway
Customer Service Manager
500 N. Rainbow Blvd., Suite 300
Las Vegas, NV 89107
(702) 221-1933 Telephone
(702) 221-1901 Facsimile
(877) 840-8522 Toll-Free Telephone

D. Technical and Service Quality Issues:

Rodney A. Harrison Manager 500 N. Rainbow Blvd., Suite 300 Las Vegas, NV 89107 (702) 221-1933 Telephone (702) 221-1901 Facsimile

E. "Tariff" and Pricing Issues:

Giuseppe Vitale President 500 N. Rainbow Blvd., Suite 300 Las Vegas, NV 89107 (702) 221-1933 Telephone (702) 221-1901 Facsimile

F. 9-1-1 Issues:

Rodney A. Harrison Manager 500 N. Rainbow Blvd., Suite 300 Las Vegas, NV 89107 (702) 221-1933 Telephone (702) 221-1901 Facsimile

G. Security/Law Enforcement:

Giuseppe Vitale President 500 N. Rainbow Blvd., Suite 300 Las Vegas, NV 89107 (702) 221-1933 Telephone (702) 221-1901 Facsimile

EXHIBIT B



DEAN HELLER Secretary of State

101 North Carson Street, Suite 3 Carson City, Nevada 89701-4786 (775) 884 5708



AUG 0 5 1999

CENT HETTER SECRETARY OF SOTIE

Important: Read attached instructions before completing form.

| 1. Name of Corporation: | LKI Communications. I | | | | | |
|--|--|--|--|--|--|--|
| 2. Resident Agent Name | Giurepp. Vitale | | | | | |
| end Street Address: (must be a Neveda address | Name A | | | | | |
| where process may be served) | 500 N. Kainbow Dlvd. TT. | City NEVADA 89107 | | | | |
| 3. Shares: | Alicenhous of above | Number of shares | | | | |
| (No. of shape) | Number of shares with par value: 100,000 Par value: | • 0 / without par value: | | | | |
| 4. Governing Board: | | | | | | |
| (Check one) | Shall be styled asDirectors or | Trustaes | | | | |
| Names, Addresses, | The First Board of Directors/Trustees shall consist of | members whose names and addresses are as follows: | | | | |
| Number of Board of Directors/Trustees: | Guisepp. Vitale | • • | | | | |
| | Name '.' | Name | | | | |
| | Address City, State, Zip | Address City, State, Zip | | | | |
| 5. Purpose: (Optional-See Instructions) | The purpose of this Corporation shall be: | | | | | |
| 6. Other Matters: | Number of additional pages attached: | | | | | |
| 7. Names. Addresses | City com Scitala | | | | | |
| and Signatures of | Name | Name | | | | |
| <u>Incorporators:</u> (Skynatures must be | 500 No Kalobon Las Verce NV 891 | O1 | | | | |
| noterized) Attach additional pages if | Address City, State, Zip | Address City, State, Zip | | | | |
| there are more than 2 incorporators. | Signature | Signature | | | | |
| Notary: | ThisUnstrument was acknowledged before me on | This instrument was acknowledged before me on | | | | |
| Motal J. | August 4 ,1999 by | ,by | | | | |
| | . J | | | | | |
| , | Name of person / | Name of person | | | | |
| | As incorporator | As incorporator | | | | |
| | of Gilbseppa Vitale | of | | | | |
| • | (Name of party on behalf of whom instrument executed) | (Name of party on behalf of whom instrument executed) | | | | |
| | Notary Public Signature | Notary Public Signature | | | | |
| | (appo digipulato | , recally 1 dans angulation | | | | |
| | and the second second | | | | | |
| | (affix notage étamps of soas | (affix notary stamp or seal) | | | | |
| | | | | | | |
| 8. Certificate of | 1. Giustino Matala | hereby accept appointment as Resident Agent for the above | | | | |
| <u>Acceptance of</u> Appointment of | named corporation | errorse representation and the second of the | | | | |
| Resident Agent: | Liebenie W. Hol | 8/4/99 | | | | |
| | Signature of Resident Agent | Date | | | | |

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7829/0115 49 001 Page 1 of 1999-09-21 15:17:09

Cook County Recorder

25.50



State of Illinois Office of The Secretary of State

APPLICATION FOR CERTIFICATE OF AUTHORITY TO TRANSACT BUSINESS'IN THIS STATE OF UKI COMMUNICATIONS, INC.

INCORPORATED UNDER THE LAWS OF THE STATE OF NEVADA HAS BEEN FILED IN THE OFFICE OF THE SECRETARY OF STATE AS PROVIDED BY THE BUSINESS CORPORATION ACT OF ILLINOIS, IN FORCE JULY 1, A.D. 1984.

Now Therefore, I, Jesse White, Secretary of State of the State of Illinois, by virtue of the powers vested in me by law, do hereby issue this certificate and attach hereto a copy of the Application of the aforesaid corporation.

In Testimony Whereof, I hereto set my hand and cause to be affixed the Great Seal of the State of Illinois, at the City of Springfield, this

and of A.D. day of 1999 SEPTEMBER the Independence of the United States the two hundred and 2 4 T H

Desse White

Secretary of State

C-212.3

File Number 6067-967-3

Form **BCA-13.15**

(Rev. Jan. 1999)

Jesse White, Secretary of State Department of Business Services Springfield, IL 62756 Telephone (217) 782-1834 http://www.sos.state.il.us

Payment must be made by certified check, cashier's check, Illinois attorney's check, Illinois C.P.A.'s check or money order, payable to "Secretary of State."

APPLICATION FOR CERTIFICATE OF AUTHORITY TO TRANSACT BUSINESS IN ILLINOIS 6067-967-3 ATEL

This space for use by Secretary of State

SEP 15 1999

JESSE WHITE SECRETARY OF STATE This space for use by Secretary of State

Date 9-15-99

License Fee

Franchise Tax \$

Filing Fee

Penalties

Approved: y

| 1. | (a) CORPORATE NAME: UKI Communications, Inc | | | | | | | |
|----|--|--|--|--|--|--|--|--|
| | (Complete item 1 (b) only if the corporate name is not available in this state.) | | | | | | | |
| | (b) ASSUMED CORPORATE NAME: | | | | | | | |
| 2. | (a) State or Country of Incorporation: Nevada (b) Date of Incorporation: August 5, 1999 (c) Period of Duration: Perpetual | | | | | | | |
| 3. | (a) Address of the principal office, wherever located: (b) Address of principal office in Illinois: (If none, so state) | | | | | | | |
| | | | | | | | | |
| | Vegas, NV 89107 Vegas, NV 89107 None at this time. EXPEDITED | | | | | | | |
| | SFP-15-1999 | | | | | | | |
| 4. | Name and address of the registered agent and registered office in Illinois. Registered Agent National Registered Agents, Inc. SECRETARY OF STATE | | | | | | | |
| | First Name Middle Name Last Name | | | | | | | |
| | Registered Office208 South LaSalla Strock te 1855 | | | | | | | |
| | Number Street Suite # | | | | | | | |
| | Chicago, 60604 County of Cook | | | | | | | |
| | City ZIP Code county | | | | | | | |
| 5. | States and countries in which it is admitted or qualified to transact business: (Include state of incorporation) Nevada | | | | | | | |
| 6. | Names and residential addresses of officers and directors: | | | | | | | |
| | Name No. & Street City State ZIP | | | | | | | |
| | President Giuseppe Vitale, 500 N. Rainbow Blvd., Ste. 300, Las Vegas, NV 89107 | | | | | | | |
| | Secretary Giuseppi Vitale, 500 N. Rainbow Blvd., Ste. 300., Las Vegas, NV 89107 | | | | | | | |
| | Director Giuseppe Vitale, 500 N. Rainbow Blvd., Ste 300, Las Vegas, NV 89107 | | | | | | | |
| | <u>Director</u> | | | | | | | |
| | Director | | | | | | | |

7. Purpose or purposes proposed to be pursued in transacting business in this state:

(If not sufficient space to cover this point, add one or more sheets of this size.)

To provide long distance and calling card services.

| Class | Series | Par Value | Number of S Authorize | | Number of Shares Issued | | |
|--------|---|--|-----------------------------------|--------------------|-----------------------------|--|--|
| Commo | n | \$0.01 | | 000 | 1,000 | | |
| ("Paic | Give an estimate of the | e terms Stated Capital & | • | nd is equal to th | e total of these accounts.) | | |
| | corporation for the follow | | roperty of the | æ 350,000 |) | | |
| (b) | corporation for the follow Give an estimate of the corporation for the follow | | roperty' of the | \$ 350,000 \$ 0 | | | |
| (b) | Give an estimate of the corporation for the follow | wing year: e total value of all the p | roperty' of the ated in Illinois: | * | | | |

11. Interrogatories: (important - this section must be completed.) 500 N. Rainbow Blvd, Ste. 300 Las Vegas, NC 89107

- ** (a) Office or **offices** to **which all** contracts with the corporation are forwarded for final acceptance:
 - (b) Number of shares of all classes owned by residents of Illinois: 0
 - (c) Number of shares of all classes owned by non-residents of Illinois: 1,000
 - (d) Is the corporation transacting business in this state at this time? No .
 - (e) If the answer to item 11 (d) is yes. state the exact date on which it commenced to transact business in Illinois:
- 12. This application is accompanied by a certified copy of **the** articles of incorporation, as amended, duly authenticated, within the last ninety (90) days, by the proper **officer** of the state or country wherein the corporation is incorporated.
- 13. The undersigned corporation has **caused** this statement to be signed by its duly authorized officers, each of whom **affirms**, under penalties of perjury, that the facts stated herein are true. (All signatures must be in <u>BLACK INK.</u>)

Dated _______ (Month & Day) / (Ye

attested by X

(Signature of Secretary or Assistant Secretary)
Giuseppe Vitale, Secretary

(Type or Print Name and Title)

UKI Communications, Inc.

(Exact Name of Corporation)

/- L Se/i/ 4/// A & () (Signature/gf President or Vice President)

by Giuseppe Witale, President

(Type or Print Name and Title)

- * PROPERTY as used in this application shall apply to all property of the corporation, real, personal, tangible, intangible, or mixed without qualifications.
- When the response to #11(a) lists ONLY an Illinois address, then the total business as reflected in #10(c) is also considered to be Illinois business for the purpose of computing the Illinois allocation factor. By signing this application, the corporation affirms that it is aware that the amount of paid-in capital, and consequently the amount of license fees and franchise taxes, may be proportionately higher due to the Illinois address shown under #1(a).

ReturnTo: PremierCorporateServices
208so.LaSalleSt., Ste1855

Chicago, IL 60604

C-171.11

EXHIBIT C

REQUEST FOR WAIVER OF REQUIREMENT TO MAINTAIN BOOKS AND RECORDS IN ILLINOIS

Pursuant to 83 111. Adm Code Part 250, Applicant requests that the Commission authorize it to keep its books, accounts, and records relating to its telecommunications operations in Illinois at its principal place of business in Nevada. Such records would include UKI's Illinois rates, service descriptions, and terms and conditions of service; authorization to provide service in Illinois (once issued); accounts, books and records; operating practices; contracts with carriers and agents; and related records.

This waiver request is justified since Applicant has no offices or address in the State of Illinois. As indicated in its Application, UKI's principal place of business is 500 N. Rainbow Blvd., Suite 300, Las Vegas, NV 89107. UKI believes that it would be unduly burdensome and not consistent with the Commission's intentions for UKI to open an Illinois office merely to satisfy the Commission's record keeping requirements.

EXHIBIT D

DEMONSTRATION OF MANAGERIAL COMPETENCE

UKI Communications, Inc.'s day-to-day operations will be managed primarily by Rodney A. Harrison, Mr. Harrison has over 15 years of experience in tax planning, financial advising, customization of corporate operations, accounting, and budget preparation. Mr. Harrison has experience as a corporate comptroller of a telecommunications company and has counseled various corporations regarding managerial and financial planning. Mr. Harrison is also a Certified Public Accountant. He will also be involved in the technical operation of UKI. A copy of his resume is attached.

DEMONSTRATION OF TECHNICAL COMPETENCE

UKI Communications, Inc.'s technical operations will be managed by Rodney A. Harrison, Stephen E. Russ, Mark J. Frost and Brandon Burnette. As discussed above, Mr. Harrison has 15 years of business experience, including serving as corporate controller for a telecommunications company. Mr. Russ graduated cum *laude* from the University of Tennessee-Knoxville with a B.S. in Material Science and Engineering, and has 5 years of experience which includes computer programming. Mr. Frost has 11 years of technical experience, including software custom control development, quality assurance and technical support responsibilities. Finally, Mr. Burnette has 9 years of technical expertise, which includes computer programming, analysis of voice mail and calling card applications, and design of modules to retrieve and display Caller ID information. The resumes for Mr. Russ, Mr. Frost and Mr. Burnette are also attached.

Rodney A. Harrison 230 Judson Way Alpharetta, Georgia 30022 (770) 447-1878

QUALIFICATIONS FOR ACCOUNTING / FINANCIAL PLANER

HIGHLIGHTSOFQUALIFICATIONS

- . 15 years experience in bookkeeping, through **financial** statements, in a wide **range** of industries.
- Completed CPA exam, November 1988.
- Launched new business venture.
- Strength in recognizing, analyzing and problem solving.

AREAS OF EXPERTISE

. Personnel Motivation

• Strategic Planning

. Financial Reporting

. Budget Preparation

Insurance Accounting

Payroll

Training & Development

Tax Accounting

PROFESSIONAL PROFILE

TAXPLANNING

- Developed an implemented start-up financial systems for various businesses (restaurant,
- fabric, electric, construction) to assure compliance with tax law and GAAP.
- Conducted extensive research of source documents to accurately construct a corporation's first year financial statement and general ledger.
- Over 12 years experience preparing payroll for **various** companies on a weekly basis.
- Computed, prepared, and tiled federal and state tax returns supporting an extensive corporate client base.

BUSINESS ORGANIZATION

- **Designed** customized business plans and **financial** systems for sole proprietorships and corporations.
- *DDDDDS•M controller for a telecommunications company.

COMPUTER CONVERSION

- Conducted a computer conversion for a wholesale fabric company.
 - > Implemented a **software** package.
 - > Trace flow of documents **and** revised collection of documentary evidence.
 - > 'Prepared budgets for capital projects and monitored actual cost.

CLIENTREPRESENTATIVE I ADVISOR

- Served as financial advisor to business clients:
 - > Represented owner and management at meetings and **conferences**, as their specialist in **real** estate and financial matters.
 - Appraised management of **financial** trends and implications of changes in market place and **GAAP**.

5109 Spring Creek Lane Atlanta, Georgia 30350 Phone (770) 390-9126 Fax (404) 256-7003

Email: SRuss1975@aol.com

and the supplemental supplemental and

Summary

Strong technical and analytical skills acquired from the combination of university work and practical experience. My current objective is to obtain a programer or analyst

position.

Education

University of Tennessee, Knoxville

Bachelor of Science - Material Science and Engineering, Cum Laude (1997)

Awards

University of Tennessee Chancellor's Scholar Andrew D. Holt Scholarship (full tuition)

Material Science and Engineering departmental scholarship Several technical papers published and one patent pending

-Work Experience Oak Ridge National Laboratory; Oak Ridge, TN (1993-1998)

Full-time during summers and 15-20 hours per week during the school year

Intern for the Mechanical Characterization and Analysis Group

- Designed and coded programs to automate the transcribing of raw data acquired from testing machines into user-defined formats using Fortran, C/C++, or Visual Basic.
 The result was a 90-95% reduction in labor to the scientists using the equipment.
- Developed Visual Basic graphical user-friendly interfaces linked to Excel data analysis spreadsheets. This decreased training time for new users and completely eliminated the need for extensive manuals.
- Developed programs that mathematically modeled the interaction of various
 constituents of composite materials given data relevant to the bulk material. These
 calculations were previously done manually or by super-specific programs which
 were not applicable to a wide range of circumstances and materials.
- Designed, built, and utilized innovative computer-controlled testing machines allowing the testing of materials in configurations not supported by commercially available platforms.
- Planned and charted the activities of several other interns.

Skills and Technical Experience C/C++ programming in both PC and Unix environments Visual Basic programming with MS Office interface

Fortran, SQL, Qbas. HTMI_I ahView and NOP knowledge

MS Office Word Excel PowerPoint, Access

Mathematic modeling/data fitting

Design and programming of command control software for computer to test-rig interfaces

Data acquisition methods

Preparation of technical reports and presentations

Public speaking, creative thinking, time management, and interpersonal skills

Proficient in spoken and written German

Community Services

1995-1997 Member of the Appalachian Chapter of the American Red Cross Disaster

Board in charge of mass care for a five county region in East Tennessee.

1994-1997 American Red Cross CPR and First Aid Instructor

1992-1998 Member of the Oak Ridge Symphony Orchestra – cello section 1995-1997 Paid member of the Oak Ridge Symphony Board of Directors

1994-1998 National Ski Patrol member, and an Outdoor Emergency Care instructor

References

Available upon request

Resume of Qualifications

Mark J. Frost

Objective:

Continuing employment in the field of software development with 4 company in which my background, skills and experience can beat be utilized to meet or exceed company objectives while aspidng to a position as high as my abilities and opportunity permit.

Abilities:

Vocational training and aviation principals through the U.S. Navy. Electricity and Electronics courses at Marietta-Cobb Vocational School. Currently working on a Bachelor of Science degree in Computer Science 🥠 at Kennesaw State College. Completed courses in C/C++ programming offered through ZedNet (Interactive internet training). I offer four years experience in aviation electronics and eight years civilian experience in analog and digital circuit repair. As well as five years of Windows programming.

Experience:

2-97 to present: EllTech Development, Inc. Technical Support

Custom control development. Provide support and maintenance on existing custom controls. which include Compression Plus. FaxPlus, Encrypt-It Pi& and Communications Library. Responsible for creating a TAPI interface that will ultimately be used in merging two existing products together. Also developed an FTP prototype for Dynamic Update which will be releasing later this year. Additionally I wrote the dialog bgio for dynamically creating user defined dialog boxes that are currently used in the self extracting modules of Compression Plua v5. Developing in Microsoft C, C++. Support requires knowledge of VB, FoxPro, Delphi, and several other programming languages.

6-98 to 1-97:

Developer Worked on a credit control system, to pre-qualify prospective buyers, this project induded interfacing with major credit bureaus, and also allowed credit checking from the World Wide Web. project included heavy MAPI, TAPI and database work. It was also instrumental in finishing the Auto-Match 2000 system, a program designed to aid auto dealers in selling to perspective new and used car buyers.

10-95 to 6-96:

MicroHelp Inc.

MicroHelp Inc. ... Quality Assurance, Technical Support

Worked on the Uninstaller design team designing prototypes for Uninstaller 4.0 In Visual Basic, worked exclusively in Squish, a zip compatible windows program for endusers in Visual Basic. I have written DLLs In VIsuai C++1.52, and Visual C++ version 4.0. in the course of working in Quality assurance I tested MicroHelps custom controls in both Visual Basic and Visual C/C++, reported bugs, and looked far an appropriate work around when engineering fix was going to take to long to repair. As a technical support engineer I provided help to developers using the MicroHelp custom controls, and developed a firmer understanding of the Windows API. I also learned the Microsoft Foundation classes for Visual C+* in the course of employment at MicroHelp.

4-94 to 10-95:

<u> Marietta, Georgia, Technical Support Manager</u>

Wrote examples for using the EliTech custom controls in Visual Basic and Visual C. These products induded FaxPlus and Compression Plus. Provided phone. 88\$ and Fax Support for the EliTech controls. Managed the overall operation and functions of the technical support division.

1-88 to 4-94:

Shop manager, Bench Technician

Repaired and calibrated ail types of audiometric testing equipment Equipment includes audiometers, typmanometers, ABR, ENG equipment. Duties included troubleshooting to component level, calibration and working within ANSI standards, close customer relations. Promoted to shop manager, duties induded management of personnel, work scheduling and maintaining parts stock levels. Specialized testing equipment involved using sound meters, docimeters and artificial bone mastoids.

A contract of the second of th

Database Pmgrammer Seeks New Opportunity

Contact Information

Other Information

Brandon Burnette

Work Type

Full Ilme, Part Time, Pet-m, Contract

Objective: TO pursue a Career in software development that provides maximum growth potential. I want to work in a professional environment and earn a professional income, I have demonstrated a keen propensity to quickly learn all phases of computer technology. I have a very high diagnostic aptitude with relentless focus on completing assigned tasks with excellent customer rapport and naturalleadershipability.I desire a position that offers advancement opportunities commensurate with performance.

PROFESSIONAL EXPERIENCE

Tele-Network Corporation December, 1996 to Present

Programmer/Analyst:

Maintained and enhanced existing in-house applications for customer service, data entry, and accounting departments. All projects were originally written in Visual Basic 4.0 and Access 7 and were updated either in Visual Basic 5.0 or Visual C++ 5.x using a Microsoft SQL Server database. Designed and developed a computerized voice mail application that handles 24 in-bound lines using Visual C++ 4.2 and Dialogic hardware. Designed and developed a computerized calling card application that handles 24 inbound £ 24 outbound lines using Visual C++ 4.2 and Dialogic hardware.

Integrated Marketing Systems, Inc. June, 1996 to December, 1996 (Formerly Interactive NonLtoring Systems, Inc.)

Programmer/Analyst:

immediately.

Designed and developed a call monitoring/tracking system for automobile dealers. The system was developed in Visual Basic 4.0, Visual C++ 4.x, MS Access 7, and Crystal Reports 4. Components included a module to retrieve and display Caller ID information, a module for the sales force to record customer and prospect information, a module for the sales manager(s) to track the sales force, and a raporting module. Components were able to share information over the network via TCP/IP.

MicroHelp, Inc. September, 1995 to June, 1996

Customer Support/Help Desk:
Customer Support/Help Desk Engineer for all development tools released by MicroHelp. I was responsible for answering telephone calls, e-mail, and faxes related to the support and sales of development tools released by MicroHelp. Questions frequently required writing sample code in many languages, including Visual Basic 3. 4, Visual C++ 1.52, 4.x, Delphi 1.0, 2.0, MS Access 2.0, 7, and under different operating systems including Windows 3.x, Windows 95, and Windows NT 3.51. Designed and programmed a utility to keep up with customers that wanted to be notified when patches for certain products were released. The program would store the customer e-mail address and send a message via MAPI notifying them of how they could obtain the patch file. There was also the ability to send a patch(s) to a customer

Interactive Monitoring Systems, Inc. February, 1995 to August, 1995

Programmer/Analyst, Customer Support:

5.2. Borland C++ 4.0, and Qmodem script. Other projects included working with Visual Basic 3.0 to help develop an automated system for authorizing credit checks for prospective car buyers for dealerships using TAPI controls. Other responsibilities included set-up and burn-in of PCs for customer sites, installation of new/updated equipment and software at customer sites, maintenance of in-house hardware and software, including a small Novell 3.12 network,

Serologicals, Inc. April, 1994 to December, 1994

Programmer/Analyst:

Worked in the M.I.S. department maintaining and enhancing a custom application developed in Clipper 9.2 and utilizing 3rd party libraries such as Clipper Tools, Funcky, Comix, and FlexFile. I also interacted with the users to develop new modules and enhance existing ones. Small projects also included development in Windows using Visual Basic 3.0 and MS Access 2.0, and Borland 4.0. I also helped maintain a medium sire Novell 3.12 network troubleshooting and repairing hardware and software related problems.

Automobile Protection Corporation October, 1990 to April, 1994 (APCO, NASDAQ)

Customer SupportManager/SeniorProgrammer:

Oversee daily operations of W.I.N. Systems, Inc. (subsidiary of APCO). Maintain and enhance a customer/prospect follow-up system developed in Clipper, Summer 187. Es-written in Clipper 9.2 utilizing 3rd party object oriented libraries; Extensive use of dBase III - IV and Clipper 5.2 to write conversion programs and custom programs for W.I.N. customers and in-house use. Hired and trained new employees for customer support positions. Set pricing on custom programming, hardware upgrades, and new systems. Worked with agents selling our software to set commissions and handle disputes with customers. Prototype for finance system developed in Visual Basic 1.0 and 3.0.

EXHIBIT E

DEMONSTRATION OF FINANCIAL COMPETENCE

UKI Communications, Inc. was incorporated in August 1999. As such, it does not have audited financial statements, an income statement or a statement of retained earnings. In fact, UKI has not yet commenced providing telecommunications services to the public. Despite this, as demonstrated in the Balance Sheet attached hereto, UKI maintains a current balance of \$65,968.33. Such capitalization is adequate to finance UKI's initial telecommunications service offerings.

As UKI Communications, Inc. is a switchless reseller and does not own, operate or lease telecommunications facilities, it has no lease or ownership obligations at this time.

UKI Communications, inc. Balance Sheet As of December 31, 1999

Dec 31, '99

| Equity Capital Stock Common Stock Paid-in capital Total Capital Stock Net income Total Equity TOTAL LIABILITIES & EQUITY | Total Liabilities | Total Current Liabilities | Total Other Current Liabilities | Liabilities Current Liabilities Other Current Liabilities | TOTAL ASSETS | Total Current Assers | | Total Checking/Savings | ASSETS Current Assets Checking/Savings |
|--|-------------------|---------------------------|---------------------------------|---|--------------|----------------------|-----------|------------------------|--|
| 10.00 4,990.00 5,000.00 -64,031.67 -59,031.67 65,968.33 | 125,000.00 | 125,000.00 | 125,000.00 | 125,000.00 | | 65,968,33 | 65,968.33 | 65,968.33 | 65,968.33 |